

Daniel C. Stewart, SBT #19206500  
William L. Wallander, SBT #20780750  
Richard H. London, SBT #24032678  
**VINSON & ELKINS L.L.P.**  
Trammell Crow Center  
2001 Ross Avenue, Suite 3700  
Dallas, Texas 75201-2975  
Tel: 214.661.7299  
Fax: 214.220.7716  
[VarTec@velaw.com](mailto:VarTec@velaw.com)

**ATTORNEYS FOR THE DEBTORS**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE NORTHERN DISTRICT OF TEXAS  
DALLAS DIVISION**

<b>IN RE:</b>	§	
	§	
<b>VARTEC TELECOM, INC., et al.,</b>	§	<b>CASE NO. 04-81694-SAF-11</b>
	§	
<b>DEBTORS.</b>	§	<b>(Chapter 11)</b>
	§	<b>(Jointly Administered)</b>

**WITNESS AND EXHIBIT LIST**

The above-referenced debtors and debtors in possession (collectively, the "Debtors")<sup>1</sup> file this Witness and Exhibit List for the hearing scheduled for July 22, 2005, at 1:30 p.m. (the "Hearing").<sup>2</sup>

**WITNESSES**

The Debtors may call any of the following witnesses at the Hearing, whether in person or by deposition:

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<sup>1</sup> The Debtors include VarTec Telecom, Inc., Excel Communications Marketing, Inc., Excel Management Services, Inc., Excel Products, Inc., Excel Telecommunications, Inc., Excel Telecommunications of Virginia, Inc., Excel Teleservices, Inc., Excelcom, Inc., Telco Communications Group, Inc., Telco Network Services, Inc., VarTec Business Trust, VarTec Properties, Inc., VarTec Resource Services, Inc., VarTec Solutions, Inc., VarTec Telecom Holding Company, VarTec Telecom International Holding Company, and VarTec Telecom of Virginia, Inc.

<sup>2</sup> A separate witness and exhibit list will be filed by special counsel for the Debtors with respect to the motion [Docket No. 1504] filed by the SBC Telcos that is set for hearing on July 22, 2005, at 1:30 p.m.

- A. Joseph R. D'Angelo, Chief Operating Officer and Chief Restructuring Officer of the Debtors;
- B. any witnesses called or designated by any other party; and
- C. any witnesses necessary to rebut the testimony of witnesses called or designated by any other party.

### **EXHIBITS**

The Debtors may offer into evidence any one or more of the following exhibits at the Hearing:

<b>EXHIBIT</b>	<b>DESCRIPTION</b>	<b>OFFERED</b>	<b>OBJECTION</b>	<b>ADMITTED</b>	<b>DATE</b>
1.	Exclusive Right to Conduct Real Property Auction Agreement dated July 12, 2005 by and between VarTec Telecom, Inc. and Rosen Systems, Inc.				
2.	Master Services Agreement dated June 30, 2005 by and between VarTec Telecom, Inc. and Brightstar US				
3.	Master Teleservices Agreement dated June 1, 2005 by and between Aegis Communications Group, Inc. and VarTec Telecom, Inc.				
4.	Any exhibit listed or offered by any other party				
5.	Any exhibit necessary to rebut the testimony of witnesses called or designated by any other party or any exhibit listed or offered by any other party				

The Debtors reserve the right to use any exhibit introduced into evidence by any other party and to supplement or amend this Witness and Exhibit List at any time prior to the Hearing.

Dated: July 19, 2005

Respectfully submitted,

**VINSON & ELKINS L.L.P.**

Trammell Crow Center  
2001 Ross Avenue, Suite 3700  
Dallas, Texas 75201  
Tel: 214.661.7299  
Fax: 214.220.7716

By: /s/ Richard H. London  
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**CERTIFICATE OF SERVICE**

This is to certify that on July 19, 2005, a copy of the foregoing document was served by the Electronic Case Filing System for the United States Bankruptcy Court for the Northern District of Texas. A separate certificate of service shall be filed with respect to those parties on the Clerk's list who do not receive electronic e-mail service.

/s/ Richard H. London  
One of Counsel